

CITY OF MESA
MINUTES OF THE PLANNING AND ZONING BOARD
SPECIAL MEETING

Held in the City of Mesa Council Chambers

Date: April 28, 2011 Time: 6:30 p.m.

MEMBERS PRESENT

Randy Carter, Chair
Beth Coons, Vice-Chair
Chell Roberts
Vince DiBella
Lisa Hudson
Brad Arnett
Suzanne Johnson

MEMBERS ABSENT

None

OTHERS PRESENT

John Wesley
Gordon Sheffield
Tom Ellsworth
Wahid Alam
Debbie Archuleta
Rebecca Benavidez
Christine Zielonka
Donna Bronski
Scot Rigby
Lynn Kusy

Jill Kusy Hergardt
Nick Wood
Trevor Barger
Kevin Dejong
Ted Myer
Steve Crumb
James Maldonado
Ruth Lawyer
Thomas Black
James LeSueur
Luanne Crinklaw
Camille Kuehn

Mike Hutchinson
Peter Sterling
Lois Yates
James Winterton
James Christensen
Jeff Buehrle
Angela Creedon
Steve Wood
Otto Shill
Craig Henry
Kathleen Donahoe
Leslie & Dave Dytrt
Others

Chairperson Carter declared a quorum present and the meeting was called to order at 6:30 p.m.
The meeting was recorded on tape and dated April 28, 2011. Before adjournment at 8:52
p.m., action was taken on the following:

Zoning Cases: Z11-10, Z11-11, Z11-12

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Comments: Planning Director, John Wesley explained that these are the first cases at the former Mesa Proving Grounds site. The Community Plan was approved in 2008. The community plan allows for flexibility in uses. The first case is for a budget transfer to move some of the density from other DU's into this corner; the next was to consider a development unit plan for DU6 north; the third case was to review and consider a site plan for the northern portion of DU6.

Scot Rigby, Project Manager, for Office of Economic Development, stated that prior to 2008 the talk about growth for the Gateway area planned for all industrial south of the transmission easement. A main goal of the City was to protect the airport and allow it to get established. Last month the airport saw over 100,000 passengers, they will surpass 1,000,000 passengers this year. After 2008 the plan for this area is for a mix of industrial and residential at the General Motors Proving Grounds. The goal of the Mesa Gateway Strategic Plan is to protect the airport, develop 100,000 jobs, and diversify the economy in the area by making it physically sustainable to the City. Reality is that 40 square miles is a lot of land to be only industrial. It's a great location for job creation, but the cost of providing infrastructure would be high and the return on the investment would be minimal. The new plan was to provide flexibility within that area, to look at different uses. DMB took a look at that and provided a community plan that had the flexibility to address future needs as they come forward. In December 2008 this Board approved the Community Plan. He stated that late last year the City was approached by GPEC with a lead on a major employer who was looking for a site for a manufacturing plant that would employ several thousand people. The potential user needed a site with both City utilities and electrical utilities. The City looked at this area because of the ingress egress to the freeway, also the City water treatment plant at the northeast corner of Elliot and Signal Butte as well as SRP's Browning Substation. The needs of First Solar focused on this area. The City contacted DMB and proposed this site. In December the City met with First Solar, Work Force, ASU Polytechnic, MCC, Chandler Gilbert Community College, EVIT and others to talk about education in the area, job force, work force, the State and the County were there, Boeing, International Rectifier, and other companies to tell First Solar that this is the place where they could locate and find suitable employment. ASU Poly and Chandler Gilbert Community College are focused on alternative energy and in particular Photo Voltaic (PV) applications. The opportunity to have a user who manufactures solar panels within close proximity of these schools is a perfect example of how to keep those educated at these schools working in this area.

Chair Randy Carter introduced all three items.

Jill Kusy Hegardt, DMB Associates, 7600 East Double Tree Ranch Road, Scottsdale, AZ, then showed a power point presentation. She stated this will be the first of many times DMB will be coming before the Board over the coming years as Mesa Proving Grounds property is developed. She stated they were particularly happy to be there with their partner First Solar on this development, particularly because the first development they are bringing forward is an employment use. She stated that through the Mesa Gateway Strategic Plan, and the Mesa Proving Grounds planning effort a significant issue they had to deal with was how to create a plan that respects the airport, provides compatible uses to the airport, and also creates an employment base that creates 100,000 jobs the City is desiring for the area. She stated they were very proud to be at the meeting with an employment based project. Staff had done a good job of providing an overview of the request. She stated DMB was the applicant for cases Z11-10 and Z11-11, First Solar was the applicant for Z11-12. The Mesa Proving Grounds property was 3,200 acres east of the airport. The Community Plan was set up to provide flexibility in the plan so that they could deal with these types of opportunities when they came up. She stated they

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divided the Community Plan into 9 development units, within each of the 9 units they allocated the residential and non residential land use intensities within ranges. They also provided for a method to transfer intensities from one DU to another. So the first request is simply a request to move non-residential land use from DU1 and DU9 into DU6. The transfer represents approximately 4.5 million square feet that they would be shifting to accommodate not only the First Solar request presented at this meeting, but also potential growth of that use. The second request on the agenda is the request for approval of a development unit plan. She stated they were requesting approval on only a portion of it. There would be a portion of DU6 that they would bring back at a future date. In the development unit plan one of the things they have to do is identify land use groups that they will be utilizing in that area. For this partial development unit plan they were requesting three land use groups, the regional campus center land use group, civic, and open space. The regional campus center use is the only one that accommodates the First Solar use. This area is a sensitive area for airport overflights.

Nick Wood, of Snell and Wilmer, One Arizona Center, Phoenix. He introduced three officers of First Solar; Kevin DeJong, who is the Vice President of manufacturing, Ted Myer, who is the Vice President of Communications, and Steve Crumb, who is Director of Communications. Mr. Wood explained First Solar is the world's largest manufacturer of thin film solar panels. They are located in four continents. They have manufacturing facilities in Germany, Ohio, Malaysia, they just started one in Vietnam, and they are planning one in France. They have offices and projects worldwide. In 2006 they had revenues of \$135,000,000, five years later they have revenues of in excess of 2.5 billion dollars. That type of growth shows what this company is capable of doing. The recent economic crisis taught us that we have left an old economy behind that no longer works, we can no longer rely on growth to sustain the Phoenix area, we have to rely on more sustainable areas. High tech, this is one of them, as well as aerospace, and bio-science. We need to bring this kind of development into the valley.

Mr. Woods stated this proposal is for a 1.3 million square foot building, it will provide 400 to 500 jobs for construction workers. It will accommodate up to 10 assembly lines. One year from today, they expect to open with 600 employees, averaging \$48,500 salaries. That includes everything from management to technicians, to assembly workers, to those working on the truck docks. As demand increases they will add more and more lines into the building, so they will start with 600 employees with four assembly lines. As they expand up to 10 they could accommodate more than 1,200 employees in that building alone. The investment that First Solar is making is 300 million dollars in that building alone.

The site plan shows they are at the intersection of Signal Butte and Elliot. To the east is single family homes, they reached out to as many people as possible from Meridian, south to Warner then back to Signal Butte. They knocked on over 1,200 homes. They submitted copies of 515 individual letters of support. What they did as part of the site planning to respond to concerns from neighbors, was several things: the setback from Signal Butte to the front of their building is almost 400', in addition the building is only 38' in height, but there is a grade difference between Signal Butte and the building of 8', so the building will look like it is 30' in height. All of the loading docks and noise will occur on the west side of the building, away from the neighborhoods, and that includes cooling towers, trucks, etc. Once the Fab 1 is built to capacity, Fab 2 will start. Access to the site initially will be from Signal Butte. Once Fab 2 is built there will be a new road to the west and access will come from there. They also went through significant landscaping, again with the idea of not only providing an amenity but also to address issues with the neighbors across the street. They have made some changes with this, the trees that line both Elliot and Signal Butte will be moved back behind a fence. They have worked out and agreed to a stipulation where they will groom the Texas Ebony Trees to be a hedge. They

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agreed with staff stipulations. He thanked John Wesley and his staff, the Governor, the County, the Mayor and City Manager, GPEC, and DMB.

At this time several citizens spoke in opposition to the cases.

James Maldonado - 11028 East Quarry Avenue. He stated he was not notified of the project. He thought the project should be at Ellsworth and Elliot. He stated they did not have a shopping center. The project did not have to be that close to a power plant nor does it need to be that close to a water supply. He stated most industrial occupancies want to get power from two different power substations. He stated it was the only residential area that exists, on the other part of this land there is nothing that exists, why are they putting it up against the residential area that already exists. The aesthetics aren't the problem it's the location. It's the reduction of services they badly need in the area. It belongs closer to the freeway not further from the freeway.

Ruth Lawyer – 11047 East Quade Ave. She agreed with everything the first speaker said. Why does it have to be on that corner? She had small children, she was concerned with their well being. She didn't know what it would take to manufacture the solar. She appreciated everything they were doing to appease the neighbors. She knew that in business if it comes to money or peoples well being, money wins. She appreciated that it's First Solar, she was totally about energy saving and the employment and the economy. How could it be a win win. Why not at Ellsworth and Elliot.

Thomas Black – 3966 South Whitman Cir. When you move into a neighborhood like this with undeveloped surrounding areas it is with the hope and expectation that the area will be developed into uses that will benefit the neighborhood. This does not benefit the neighborhood. It should be developed into things such as a retail outlets, restaurants, entertainment, things of this nature. He stated it was not a good use for the land, it was not going to benefit the neighborhood. The other people who spoke were right, there is other land west and south where they could put this. He didn't see any reason why they had to be shoved up against their neighborhood. They are eliminating the ability of any retail or grocery down there. It is not a good use for this land.

James LeSueur – 4149 South St. Claire. Mr. LeSueur wanted to have more time to speak as a spokesman. Others in the audience stated he could speak for them. He stated he hoped they would listen to what the neighbors had to say. There had been a lot of work done on the site, he wondered if there was already an agreement between First Solar, DMB and the City. He stated he had gone door to door throughout Highland Ridge, he was not able to go to every home in Highland Ridge, but he did go to every home in the Woodside Homes portion. Highland Ridge would be mostly affected by the project. When he first bought his home they were told of this amazing project that would be built on the Mesa Proving Grounds, there would be an amazing Resort and golf course, lots of nice shopping, and more nice homes. He Googled the other Gaylord properties and they looked amazing. This was one of the reasons they bought 2 ½ years ago. Last month he heard on the radio that First Solar would be building in Mesa on a portion of the mesa proving Grounds, so he called the City to get more information. After not reaching anyone he went down to the Planning office and met with a very nice and helpful representative of that department.

He was shown all the plans for First Solar and he learned that First Solar would be constructing their project on the southwest corner of Signal Butte and Elliot, right across from the neighborhood. The site would consist of four buildings, each one being a 1,300,000 square feet,

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for a total of 5,200,000 square feet. Sitting on right around 200 acres. There would also be a new SRP substation approximately one acre in size that would be constructed on the site. Both the substation main entrance secondary entrance and truck access to First Solar would be just north of the entrance to his neighborhood. The building would be mostly steel and would stand 40' tall with 32' above street level, the site would create 400 to 600 jobs per structure. There would be a lot of trees and bushes to block the facility from view. He also learned they would be widening the street to 6 lanes in front of the site. He stated he was blown away, this was nothing like the resort and shopping they were told about. He knew that all this would still go in hopefully one day.

He also thought 1,300,000 square feet that seemed a little big, so he googled it. It would mean it was close to the size of 13 average Walmarts and if the site went to full capacity it would be the size of 51 Walmarts. With regards to property values in the area, the City of Mesa states there have been studies that prove this type of construction will help boost property values. He was not an expert in property values but if he was looking to buy a house he would not look across from a building of this size. He stated that within a half mile of the project there is an elementary school, many parks both public and private, three churches and hundreds if not thousands of homes.

First Solar has many manufacturing facilities around the world the only one currently in the US is in Perrysburg Ohio. It is surrounded by multiple manufacturing plants including one for Chrysler. From the pictures he had seen there were no churches, schools, the only residential area was manufactured home park and a few scattered homes. The four manufacturing homes do not belong at this site. More manufacturing will be built.

Regarding traffic, during rush hour there are long lines of traffic because there are only two lanes currently on Signal Butte and Elliot. The project is being required to boost that to six lanes, which is good, but only in front of their project which will create a bottle neck. Add in the loads of semis and up to 2,400 more vehicles on top of the other homes that will be sold and you have a much bigger problem. He stated that if he was the Gaylord project he would not want to build next to a massive manufacturing project such as this.

Regarding the environmental impact the City says it will not be affected, it is hard to believe with the additional smog produced by the semis, employee vehicles, as well as the noise of these vehicles and the manufacturing facility. One concerned neighbor sent Mr. LeSueur an e-mail regarding a solar plant in Harvard Massachusetts. He quoted the article, that said "imagine turning your radio to a station that gets only static, imagine having to listen to that 24 hours a day 7 days a week that is what we are living with." Because of another neighbor Mr. LeSueur looked into the chemicals used to make solar panels, they include gallium, silicone and arsenic.

He was concerned with how the neighbors were informed of the project. He stated DMB and First Solar did not disclose where the buildings would be built unless you were able to attend the open house held by First Solar and DMB, or if you contacted the City of Mesa. He stated the City of Mesa is hard to get a hold of by phone. The houses closest to First Solar received two letters from First Solar and DMB. Currently there are 115 sites in the Standard Pacific area of Highland Ridge the rest are spec homes or dirt lots, there would not be much opposition from these lots. The letters talked very vaguely of what was happening and did not say where the development would be within the Mesa Proving Grounds, it referred to development units. He stated the letter said they planned to build one building there, it did not mention the other three buildings they hope to build, or any mention of the SRP substation. He attended the open house, even there they had illustrations of the first building and very little mention of the other

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three unless you knew to ask about them. He thought the information should be bluntly pointed out, not ignored unless you ask more questions. First Solar did hire a consulting firm to go to some of the houses in the area. He saw a woman going door to door and asked what she was doing he was surprised she was hired by First Solar. He noticed she would use the words Phase I she didn't mention the other phases until he asked. He said she asked if he thought the project would benefit the City of Mesa, when the real question should have been will the project benefit this neighborhood. He thought the reason they got 512 positive responses was because she asked if the project would benefit the City of Mesa. He stated of the houses he went to 5 supported First Solar, 3 did not say, and 41 were against it. Jobs are great and so is progress but not in this area.

Eric Okalski – 10902 East Roselle Avenue. He agreed with everyone who is in opposition to this. No one denies that bringing First Solar to Mesa is a good thing, but putting it on the corner of Signal Butte and Elliot is the absolute worst place for it. There are hundreds if not thousands of homes next to it. The prevailing winds blow from west to east. He had no idea what kind of chemicals they use or how they would affect them, but you can only imagine with the increased traffic, the manufacturing and the fact they are going to be expanding that facilities, it totally turns a neighborhood that was supposed to be quiet and dark into 100% manufacturing. The reason he and his wife built their home out there was because it was in the middle of nowhere. It was quiet and they were supposed to be building a home near a golf resort not next to a factory. He was told a golf resort was going in where the proving grounds were. Come to find out only a small section, DU5, was going to be holding the Gaylord Resort and DU6 was going to be a manufacturing facility when the land use for DU1 and DU9 was already commercial. He did not understand why this facility needs to be put in DU6 when it could clearly go in DU1 or DU2 which are closer to the freeway, next to State land where nothing is and it can't harm anybody.

David Reichert – 11020 East Quarry. He stated their HOA's do not permit the use of solar in their development. He stated they have difficulties already with traffic into their subdivision, let alone another 2,500 vehicles going in and out. Their property values have not been addressed by the applicants. He stated he has been in manufacturing all his working days and has been a part of companies that built manufacturing facilities around the United States and other parts of the world. He stated property values do not increase with manufacturing facilities next door. In fact the neighborhoods tend to decline, graffiti appears on the walls. He and his wife spent two years researching Arizona for the community they wanted to live in, they found Mesa and then they found Highland Ridge. He stated they wanted to stay there, but with the traffic and the other problems he thought this would bring, he didn't think it was the proper location. He thought they could improve the appearance of the project if they built at least a 12' wall around it.

Fred Villaflor – 10847 East Reginald Avenue. To support what his previous neighbors had said, no issue with First Solar, it's just the location.

Camille Kuehn - 10828 East Reginald Avenue and Luanne Crinklaw – 11226 East Reginald Avenue turned in blue slips in opposition to the project but did not wish to speak.

The follow spoke in support of the cases.

Mike Hutchinson – 4042 E Hope. Mr. Hutchinson stated that he had worked for the City of Mesa for 28 years, the last 6 as City Manager. He stated City staff, the Planning and Zoning Board, and City Council spent a great deal of time thinking about the development of this area. There had been a lot of work and a lot of good studies in the last 5 years for this area. The things talked about when he was City Manager were jobs for the community, they worked very

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hard to attract jobs, second was to protect the airport. He was involved when the City annexed Williams Air-Force Base, when the Air-Force base closed, and then it was decided this was an important part of the community to bring needed jobs for the residents of Mesa. As he looked at the project, he thought this was another job use that will help protect the airport over time. The City has invested millions of dollars in public investments of water and waste water, streets and other improvements, the freeway system again to serve uses like this. It is very competitive for communities to try to get jobs. Uses like this don't come your way very often. In regards to sensitivity to neighbors he thought the balance was there to protect the neighbors.

Lynn Kusy – 5835 South Sossaman Road. Mr. Kusy the Executive Director of the Phoenix – Mesa Gateway Airport Authority, wanted to assure the Board that this project was compatible with the airport. He also wanted to thank Mr. Rigby for his explanation of the City's efforts to protect and grow the airport. One hundred thousand passengers in March. The airport will probably handle one million passengers this year. The First Solar project is in Airport Overflight Area 3, it is an area of moderate noise impact and this type of use is perfectly compatible with the airport in that area. First Solar is the type of use envisioned for these large tracts of non-residential land around the airport. It supports the City's General Plan and approved DMB plan. It generates hundreds of jobs in professional skilled trades and administrative levels, and helps move the City closer to it's goal of balancing jobs per capita. Photo voltaic panels do not conflict with aviation or airport operations or airport communications. The FAA has issued guidance that even allows PV panels installed on the airport. He wanted to assure the Board that this is compatible with the airport, they appreciate the City's efforts to protect the airport and this does that.

Peter Sterling – 7523 East Lompoc Avenue. Mr. Sterling spoke for the Mesa Chamber of Commerce. Mr. Sterling wanted to register the membership's full and unequivocal support for the project. As Mr. Rigby said, you couldn't pick a better industry or use for this land. This land has been talked about for a long time. When he moved to Mesa 2-1/2 years ago he thought he had moved to the end of the earth and then he found out things like the airport and other development, and realized he had moved to the center of the earth where everything is happening. On behalf of the businesses they represent this is, not only for First Solar and DMB, a great use and a multiplier. He stated he had sent an e-mail to their members when they heard about the news and he had huge support from their members. So it is not only the 600 jobs that are there, it is all the businesses that are around and their members that benefit. In addition to that, the economic engine around the airport, this is a perfect compatible use for that. Again on behalf of the Chamber of Commerce and the businesses in the City of Mesa they would like the Board to support the project.

Lois Yates – 120 North Center. She stated that as a professional economic developer she was constantly lamenting the loss of manufacturing jobs to overseas countries. This First Solar project represents high value manufacturing jobs being created in Mesa. The second most wonderful thing about this project is that First Solar is headquartered in Arizona, and we don't have a lot of corporate headquarters. So not only do we have a corporate headquarters here, but then this major manufacturing facility which means the dollars are not going to leak out of our economy. As we look at manufacturing jobs they have the highest value added multiplier effect of any job that can be created in our economy. She believed that at the end of this year and as we go forward for a couple of years that this project could have the most significance of any announcement in the United States in the next couple of years so she strongly supported the approval of this project.

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James Winterton – 614 West Summit Place, Chandler. Mr. Winterton stated he was a Senior Vice President with Johnson Bank and also this year's Chair of Mesa Chamber of Commerce. He stated over the last several years we in the City of Phoenix and the metro area have seen decline in our housing and jobs. One of the main drivers of the poor economy is our lack of employment. This project brings to the area good employment, sustained employment, and the Chamber supports it and he supports it as an individual.

James Christensen – 3601 North Sanoran Heights. Mr. Christensen was with Gateway Bank 6860 East Warner Road. He stated their bank was located about 4 miles from this project. He stated they had followed this site for several years with DMB and the uses for this area and the City's vision for employment in the area, that is why they chose their location. The opportunity to develop a large property with the employment use, the mixed use, the residential use in this area will be significant to the existing and new businesses in the area. They look forward to the development of the facility and having First Solar as a member of the Mesa business community.

Jeff Buehrle – 3125 North 77 Street. Mr. Buehrle, the VP and CFO of the Arizona East Region for Banner Health. Mr. Buehrle stated his previous role was in planning. He was involved in planning of nearly a billion dollars of growth in the east valley. In looking at the growth, he stated they studied the GM Proving Grounds and the roof tops and the high value jobs that would be necessary for them to grow their facilities. Jobs and roof tops that are brought by this project are important to Banner Health.

Angela Creedon – 4620 West Flint Street, Chandler. Ms. Creedon from the ASU Office of Public Affairs, at 300 East University, Tempe. On behalf of Arizona State University she wanted to express their support of the First Solar manufacturing facility at Elliot and Signal Butte. ASU was very pleased that First Solar not only located their corporate headquarters in Tempe, but they are now proposing a manufacturing facility right here in Mesa. They believed First Solar should be congratulated for their consistent commitment to renewable energy in our State. First Solar could have selected anywhere in the world and they chose Mesa. They believe that was an excellent decision because renewable energy is one of the top three future growth industries in this country where Arizona has a significant competitive advantage. ASU believes this is not only an excellent land use but it is consistent with the economic goals of the City, State and the University. Their top economists at the WP Carry Sidon and Research Institute had evaluated this initiative and believed it would have a significant economic impact for this region. She would encourage the Board to look for the details of that study at the Arizona Commerce Authority. While that site is in close proximity to the Polytechnic Campus, ASU is one University in many places and all of their campuses have been producing top quality graduates to support our employers with their work force requirements. First Solar will provide 600 new quality jobs helping Arizona during one of our toughest economic times. They look forward to helping them meet their workforce needs and they were anxious to further their research collaboration. This is an industry they need and want in our State, and ASU was proud to support their request. We now have over 70 companies in renewable energy in the State. They encouraged the Board's support of the First Solar application so they can continue to add to this impressive collection of companies.

Steve Wood – 6555 East Southern. Mr. Wood worked for Westcor Shopping Centers and managed Superstition Springs Mall. He was also a member of the Mesa Economic Advisory Board. He thought First Solar was quality economic growth for the City of Mesa, especially the east valley. He stated Westcor and himself personally were in support of the project.

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Otto Shill - 40 North Center representing Mesa Chamber of Commerce. Mr. Shill echoed the points that Ms. Yates and Mr. Sterling made that the importance of manufacturing jobs in Mesa and to the United States can't be understated. It's part of what's important about bringing economic success back to this country and to our area. He strongly believed, and it was the position of the Chamber, that those kinds of jobs help to diversify our employment base and allow us to climb out of the hole we've had from being so focused on just construction jobs. In addition it's very important to understand that this entire area, not just this project, but the entire area around the Phoenix Gateway Airport needs to be protected with compatible uses for the airport, so that the airport itself can continue to function. There has been substantial discussion at Luke and other airports, he had been involved the last year or two on ad-hoc committees regarding the noise issues at Falcon Field and those problems are difficult to resolve once development is in place, so they would urge support of this project and other projects like it to protect the airport.

Craig Henry – 1603 North Sinova. Mr. Henry stated he owned a temporary staffing agency. This project will bring to Mesa the type of good jobs needed to increase the community wealth and improve the vibrancy of the collateral businesses that would serve this additional workforce. As a franchisee he was able to contact a colleague in Ohio who has an agreement with First Solar in his town. He had everything good to say about how temporary associates are treated by First Solar managers. He had only good things to say about the company's impact on the local economy and how as a good corporate citizen they improved the quality of life in their town. In Mesa these last few years, we've faced severe economic stress. He gets to see it every day with a lobby full of desperate people looking for work. He didn't think we can lose sight that this well thought out project will return the dignity of work to so many and help move our community forward.

Kathleen Donahoe – 5123 E MacDonald Drive, Paradise Valley. She was a consultant, doing community outreach for DMB. She read a letter from a supporter who was unable to attend, and asked that it be read into the record. "Dear Mesa City Council and Planning Commission, I am writing to offer my emphatic and strongest possible support for the First Solar Project currently up for your consideration. I've been working in the Gateway area for many years, wearing many of the following hats: Aero land developer, property owner, Circle G Landmark companies, Barney Farms, 2008 Mesa Gateway Strategic Steering Committee, GPEC Board of Directors representing the Town of Queen Creek, Queen Creek Economic Development Commission, East Valley Partnership Board of Directors, Pinal Partnership Executive Board, Superstition Vistas Steering Committee, Maricopa Planning and Zoning Commissioner District 2, sixth generation Mesa and Gilbert resident. I cannot state, as an individual, the specific disposition of many of those entities, some have already published direct support for the First Solar project. In my personal opinion, the First Solar project enhances the stated goals of each of the interests listed above. I would refer to you those specific official statements available, however; wearing each one of those hats provides me a broad, long range and diverse prospective on the Gateway area. From that vantage point, the recent announcement of the First Solar project is one of the most exciting events we've seen in a very long time. We've collectively discussed for many years the potential for major employment opportunities in the Gateway area. While we've seen significant success toward that goal on the airport, First Solar represents the first major step from outside the airport property. Simply put I see it as the first big domino to fall. A key catalyst in driving us toward that important goal of Gateway becoming a major central hub for diverse and high end employment. Not only will this create significant opportunity for supporting any ancillary business developments. It will also give much needed confidence to other players and industry sectors to the market in this region in the face of historically difficult economic

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conditions. As you balance the details of integrating this use into the area I strongly encourage you to weigh heavily the dramatic benefit the project will bring to the entire region and specifically the City of Mesa. Thank you Jason Barney."

At this time the applicant was given the opportunity to speak in rebuttal to the citizen comments.

Jill Kusy/Hergardt wanted to address three points that were brought up. The first related to Gaylord. Gaylord was in DU5 which is west of the First Solar site. They would not be negatively impacted by this project. Gaylord was still engaged with DMB in the development of this project. She stated they were requesting an extension in time due to the current economic conditions we are facing right now. They were glad that people in the community see Gaylord as a positive use. Boardmember Coon's confirmed that the Gaylord representatives knew about the First Solar project. In fact Snell and Wilmer was one of their legal counsel representing them. She also confirmed that they have no issue with this project. The second item Mrs. Hergardt wanted to address was the use. She wanted to point out that this request is not a zoning change. The zoning exists for the property. The use of the manufacturing facility is specifically allowed within the regional campus land use group. That is why this site has been selected. Then finally she wanted to point out the other reason this site is appropriate for First Solar is because of their airport compatibility criteria that is in the Community Plan. She stated they could not put single family detached residential within half a mile of Elliot Road. Also because of the airport and the compatibility issues, when they went through their process, they were very concerned that the uses in this area were compatible and they were required to have at least 300 acres of either golf, open space or mixed use employment. Finally regarding the issue of property values, she could not speak to property values; however, she stated DMB owns 3,200 acres. There was nobody who cared more about the property values and they would not want to see development on this property that would result in a reduction in property values for their property. They would only do this if they thought it would positively impact their property values. Chair Carter asked why DMB had chosen this location, since that was the main question asked by those opposed. Mrs. Hergardt stated, she was trying to address that question, in that the land use group was allowed in this area, but because of the airport compatibility conditions up in this area, this is the perfect kind of use for this area on the north portion of the site. There are also infrastructure issues for this area on the north portion of the site. There were also infrastructure issues that Mr. Wood could address from First Solar's perspective, why they picked this property. They thought this was the perfect place for this use.

Mr. Wood then addressed the citizen comments. In regards to the elementary school as you can tell they spent a lot of time reaching out to everybody. The elementary school is part of the Gilbert Public School District. They spoke to Dr. Allison, who is the Superintendant of the school district, and shared with him their plans, the site plans, all the changes. They spent about an hour and a half with Dr. Allison. Dr. Allison was very much in support of the project for several reasons. As you could see there was a lot undeveloped area there. Dr. Allison believed bringing jobs would bring people. More importantly the 300 million dollar investment helped their borrowing capacity as a school district because their ability to sell bonds was a function of the assessed value of property in the area. With respect to home values, Mr. Wood stated he is a zoning attorney, he is not a real estate broker or appraiser, he wouldn't try to say what would happen to values. They did meet with Standard Pacific, they own the piece closest to this property, and they were very much in support of the project. They saw it as a potential for people who work there to want to live there so they could live next door, walk to work. With gas at \$4.00 a gallon it is not a surprise.

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There was a comment about this being a greased deal because they were already doing work there. Yes they had pulled at-risk grading permits. The important term was at-risk. If the Board did not approve this, what would happen was all of the money they spent grading would be for not. They had taken the risk because of the timeframes they have to perform. With respect to environmental issues, that question comes up quite often. Someone mentioned that in this industry gallium, silicon and arsenic are used. Gallium, silicon and arsenic would not be used in this plant. There are different types of technology used for solar, they are not all the same, many of them do use these chemicals, but First Solar does not. From the standpoint of emissions First Solar is certified to multiple international environmental standards including what is called the ISO4001, these are very stringent standards with respects to hazardous materials and those things are just not a problem with respect to this plant. The plant would not create smoke, it would not create anything that was a threat to health. One thing he also wanted to touch on again, the zoning that was there today not only allows for this use but the zoning allows for a four-story building within 40' of Signal Butte, this building would be setback almost 400' from Signal Butte and it was 38' in height and would be 8' below grade. In addition, there was a question about putting a wall around it, well they had something fairly close, he showed an example of a view from across the street. Through their discussion with staff they would be beefing up the landscaping and grooming it so it would look like a hedge so that the spaces shown in the example would not exist.

Why this location? There were a lot of reasons, one being the size, because not only do they anticipate having two buildings there, they had an option to acquire from DMB an equal site below that. There was no guarantee they would buy it, it would be a function of demand in the marketplace. This particular location is very close to the SRP substation to the north, although they have solar panels and they have solar fields, that would provide about 25% of the energy needs for the plant, the other 75% would come from SRP. Not only would the 69 KV lines provide the necessary power, but they are there. The proximity to sewer, to water to the freeway was very important, so of course they could have looked at a lot of sites, outside of the GM proving grounds, but the very acreage it would take to assemble, a 40 acre site over here, and a 20 acre site and a 5 acre site, would be very difficult to do. So at the end of the day this was the optimal site. They did a tremendous amount of work in a very short period of time and they tried to build in as many mitigating impacts on the neighborhoods as they possibly could. He was very proud of their team and the way staff worked to achieve that. Is it going to be perfect, no, nothing in life is perfect, but they had done a tremendous job under the circumstances and they were very proud of it.

Boardmember DiBella asked Mr. Wood to address neighbors concerns regarding traffic. Mr. Wood stated the transportation plan in the General Plan calls for both Elliot and Signal Butte to be built out to be major arterials, three lanes, median and three lanes, there were questions of course whether the median should be a raised median or a paved median, but in essence it had always been planned as major arterials, the capacity it would hold as far as volumes of traffic would accommodate all of the development, both estimated dwelling units for things to the east as well as all of the industrial/retail commercial development in the area. The improvements to the streets, along Elliot, Elliot would be improved from the western edge of their property to the intersection and again it would be improved to three lanes, same thing all the way to their southern boundary of this property, and then there would be tapers. It was very important for them to accommodate the traffic volumes. Initially with 600 employees they would have two shifts, trucks would come in and out during the day time.

Chair Carter asked what route they would take to get to the facility. Mr. Wood stated, initially they would come from the freeway, down Elliot, down Signal Butte, into the truck entrance, then

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all activities for the trucks would be behind the building. Same thing with exits, there would be no place to go south of the site, there would be no reason for trucks to go south because there was no freeway, no access, there was nothing. Chair Carter asked if there was any consideration to put an entrance into the truck area along Elliot? Mr. Wood stated there would be an access road built in the second phase, actually it would be a collector street, and then virtually all of the trucks would come in from Elliot. Chair Carter was concerned with truck noise along Signal Butte, he asked when they thought Phase 2 would be built. Mr. Wood stated it was a function of demand. It could be 2 years it could be 5 years. Chair Carter asked if First Solar runs their own trucks, or were they all leased. He was concerned with the maintenance of the trucks causing undo noise. Mr. Wood explained Jacob brakes are heard with steep inclines, if you have problems with losing pressure in your tanks or if its icy or slippery, then you will hear the roar of the compression in the trucks. He didn't think many of the trucks that come here will even have Jacob Brakes equipped on them, but they're all containerized trucks, enclosed trucks, during business hours, not at night, and for example with four assembly lines they will have maybe forty trucks a day that will come in and out of the site. So it is not a tremendous volume of trucks, it is an arterial. The truck noise will not be significant.

Boardmember Suzanne Johnson asked about manufacturing noise. She stated she realized there is already aircraft noise in the area. What type of noise does this process create and will there be any sound attenuation done to the building? Mr. Wood stated the building would be totally enclosed. There would not be any compression hammers that you would find in major industrial uses. He stated they use the words manufacturing plant, but in reality it is an assembly plant. If you went onto the internet and the web-page you would see they have a piece of glass that is smaller than a 4' X 8' sheet of plywood, as it runs through the assembly line, basically they will etch in all of the components for the solar, it gets to the end, they put it all together. There isn't any pounding, there isn't anything that has any compression so there really will be no noise. The reason they oriented the buildings the way they did is so that they could put all of the loading docks, when you think about it, the building from north to south would be ¼ mile, from Signal Butte to the back of the building is ¼ mile, so with all of the activity behind the building including the two cooling towers, the noise levels would be well within the City of Mesa requirements of 55db at the property line.

Staffmember Tom Ellsworth. Explained that staff would now go through each request down the line and make a staff presentation and a recommendation and then have discussion by the Board. He would go through the agenda one by one with each of the proposals, starting with Z11-10 and give the staff report analysis answer any questions and then turn it over to the Board.

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Item: **Z11-10** The 3600 to 5200 blocks of South Ellsworth Road (east side), the 9200 to 10800 blocks of East Elliot Road (south side), and the 3600 to 6000 blocks of South Signal Butte Road (west side). Located south of Elliot Road between Ellsworth Road and Signal Butte Road (3200± acres). District 6. Amending exhibit 4.5 of the Mesa Proving Grounds Community Plan to include a budget transfer transferring non-residential gross floor area from Development Units 1 and 9 to Development Unit 6. This request will allow for the establishment of a Development Unit Plan for Development Unit 6 of the Mesa Proving Grounds Community Plan. **(District 6)**

Comments: Staffmember Tom Ellsworth explained the request was for a land use budget transfer to DU6 from DU 1 and DU9. The specific request was to transfer almost 4 and a half million square feet of non-residential square footage to that area. The Community Plan set forth a maximum range of square footages of non-residential and residential dwelling units. So there is a maximum amount of non-residential square footage and a maximum amount of residential dwelling units that could be put into the entire 3,200 acres. The community plan then developed a land use budget according to the development unit plan you see on the map and allocated those in densities across the 3,200 acres. Within DU6 the original non-residential square footage was 2 million square feet. In order to accommodate this type of development, the Community Plan then allows for major amendments to that land use budget, or major land use budget transfers, to be decided by the Planning and Zoning Board on whether or not they could re-allocate some of that non-residential square footage. That is what this request is all about. Re-allocating square footage from a portion of the other areas of the Community Plan to this area in DU6.

Boardmember Coons confirmed that it was always anticipated that there would be some give and take between development units. Staffmember Ellsworth stated the document was designed to be fluid depending upon the economy and the forces of development on what certain areas would become. In the Community Plan the land use budget allows 40% of the total 528 acres within DU6 to be designated as a campus land use group. So it is keeping in concert with part of the original vision of what DU6 could become. There are all sorts of different scenarios of what DU6 could have become. In the next request, Z11-11, DMB has decided this is the development pattern they are seeking for that site. The development unit plan for DU6 could have also taken 40% of another land use group and created a development unit plan that would accommodate that. Staff anticipates that DU6 South will incorporate some of that other percentage as you see in the original land use budget.

It was moved by Boardmember Suzanne Johnson, seconded by Boardmember Brad Arnett

That: The Board recommend to the City Council approval of zoning case Z11-10 conditioned upon:

1. Continued compliance with the adopted Mesa Proving Grounds Community Plan as adopted by case number Z08-56, except as amended by this budget transfer.
2. Submission of electronic and hardcopy revised versions of Exhibit 4.5 Land Use Budget with the revised maximum GFAs for DUs 1, 6, and 9 with the new page clearly labeled as being amended.

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Vote: Passed 7 – 0

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Item: **Z11-11** The 10400 to 10800 blocks of East Elliot Road (south side) and the 3600 to 4400 block of South Signal Butte Road (west side). Located at the southwest corner of Elliot Road and Signal butte Road (280± acres). District 6. Approval of Development Unit Plan 6 North of the Mesa Proving Grounds Community Plan. This request will allow for the future site planning of Development Unit 6 North. **(District 6)**

Comments: Staffmember Tom Ellsworth explained this was a request for the approval of DU6 north. The development unit plan in the realm of the Community Plan is now solidifying the types of development, and the concentration of land use groups that are approved to be within that development unit plan. If you go back to the land use budget in the Community Plan there were several land use groups that would be allowed in DU6. This is now setting forth that the campus or regional center would be the major land use group within DU6 north. The development unit guides the development within the plan by adhering to the goals and objectives and policies set forth in the community plan and refining those to guide the anticipated character of the area. The applicant pointed out within the northern portion of DU6 the Community Plan designates that there would be no residential development on the first ½ mile south of Elliot Road. So in DU6 there is already a restriction on certain land use groups that would be allowed. So from the beginning it was anticipated there would be a non-residential use up in this corner of the development. What pattern that takes is up to the development unit plan and is set forth in the guidelines. What they have done is created a document that would allow the First Solar development to not only fit on this portion of the site, but also become compatible with the airport and to create some compatibility with the neighborhood.

The Community Plan stressed those two different types of compatibility within its frame work. What we have done in reviewing the development unit plan is to make sure the development unit design guidelines are written in a way that we can create this transition and try to create the compatibility between the non-residential land use that we know would be in this location vs. the residential across Signal Butte Road. What the development unit plan does is create design guidelines that would anticipate massive buildings. As this is over 100,000 square feet. It sets forth a minimum setback of 300', it also sets forth that any development within 150' of Signal Butte Road can't be higher than 40'. There can't be any non-residential use within 150' of Signal Butte Road. Those all carried over from the Community Plan. It sets a maximum height limit of 50'. The First Solar development is at 38'. He noted that in the Community Plan the campus land use group actually allows heights up to 150'. So what the master developer had done in this instance is limited the maximum height to 50'. Staff believed they had created a document that addresses both issues of maintaining compatibility, increasing economic development, and as best they could, anticipated the concerns of the neighborhood in trying to create this transition.

The report listed a few concerns with the development unit plan. Staff met with the applicant over the last week and had addressed most of those. The first was for an avigation easement for the entire site, and they had completed that. The other was the right-of-way landscaping, they had modified the development unit plan within the last week. They were still working out the character of the area for DU6. They were not talking about the landscaping on-site, adjacent to the buildings, they were talking about the landscaping that was seen along the right-of-way throughout the City. They were still working with the City about what that character should be. Staff had agreed to defer that until the development unit plan for DU6 south is developed, and at that time staff would be able to come forward with how that would look within the right-of-way. The third concern had to deal with a notation for an exhibit, staff had received that. Staff was recommending approval with conditions.

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Chair Carter stated that since this was essentially the maiden voyage, he wanted to make sure the Board understands what they are doing with future things that come on line. His comments were mainly regarding page 51 of the development unit plan C.5 design character. He stated it was not his intention to slow things down or to do anything disruptive, however; there seemed to be inconsistency between the Community Plan that was given back in 2008 and the design character for the building and grounds as they had been given in the new development unit plan, that would now become the guiding force for this piece of property. Most of his concerns were with the building. As he was going through the Community Plan he found several areas that he could not seem to justify in his mind. The first being the idea of high performance living as stated on page 51, the second to the last paragraph. On page 6 of the Community Plan there were four statements on high performance living which were artful, sustainable, composition and design. From what he could see on the exhibits the Board had been given, there were certain areas where the building was lacking and did not fulfill the requirements of the Community Plan. Some of those would be as stated on C.5 design character, in the development unit plan, the new one, was material integration, building intensity, rhythm and balance, color and texture, shade and shadow, scale and proportion. This building did not seem to do any of those. There were other items such as had been stated in regards to the main entrance to the facility is supposed to be prominent, easy to find. At this point the only thing that seems easy to find is that there is a cul-de-sac when you are coming in to the facility that was nicely landscaped. He stated you also have the other area that talks about rhythm and rhyme, parapet heights to vary, walls to move in and out. Also that there was supposed to be trim, accents or architectural interest. Vary the horizontal and vertical elements of the exterior walls, interest in parapet and height variations. Use of roof-line variations on industrial buildings. His only comment was that this building, as designed, does not seem to adhere to the requirements of the Community Plan, nor does the development unit plan that the Board was reviewing sufficiently give enough background that would allow the landscaping, as stated in this document, the development unit plan, to take over the requirement as stated in the design guidelines of the Community Plan. He asked DMB to comment to his concerns. He stated that as far as any other aspect of this project he had no other problems. The landscaping was very well done, he wondered why they were putting a hedge around the building. He stated you would assume that the building was very bad looking, but it was not, it was an industrial building, it was what it was. He thought the neighbors, as had been expressed, had not been happy with the aesthetics of the building. The Community Plan he had was the law and this development unit plan was supposed to adhere to the requirements of the Community Plan unless they decide as a Board that it was not important to this project, and the development unit plan was the new plan that all other developments would be judged by in this section.

Trevor Barger then addressed the Chair's concerns. He stated that when they talk about design guidelines and the Community Plan, the challenge was when they first started, they knew that this community, especially as they hoped it would grow over several generations, would include a very wide variety of buildings and building types, and that they would live in the community in different ways. When you talk to the developer about how to do this, it is a challenging thing, the simple answer is just make it all one use, don't deal with how it has to work with other things and that makes it very simple. It makes it very difficult however; high performance living. To do that, it's just that when gas gets to \$5.00 a gallon, you actually could ride your bike to work. As they look at developing the rest of the property, that is a very big draw, there are jobs in the immediate area. It is a wonderful thing to talk about those pieces as you've heard tonight. In the Community Plan, right off the very beginning, under 8.3 it talks about applicability and says the master developer may modify the design guidelines during the DU and site plan process. So they knew right from the beginning when they would come in and talk about specific

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development units that what they wrote years before things became available might need to be modified; they wouldn't know how big things would be or what their size or their components would connect to the surrounding community so they needed that flexibility to talk about how they would be handled.

The City also wanted to make sure they addressed every single one of these issues and so the development requirements in section 5 of the Community Plan outline exactly how they must be addressed, every time they come before the Planning and Zoning Board for the development unit plans and each of the issues. They must talk about how the development unit plan lives not only within itself, but how it addresses the things surrounding it. To that end when they talk about design character, quoting that same area talking about these sorts of things, they use words such as encourage, incorporate, exhibit, talking about how they can do those. Most of them end with the statements such as "the imaginative treatment of" and then it comes up with elements about how that can be done realizing that's not the same scenario each time. That if this were a retail building for example that was sitting in a similar position, a retail building tends to want to draw attention to itself. A retailer would want to put in as many signs as possible, would want to have as many visitors coming and going from the location. As an industrial use it has a different presence in the community. It needs to be in close proximity to those who work in it to reduce carbon footprints in the area, and they are hoping to attract a large number of people from the immediate surrounding area. At the same time, it can be very quiet, it can go away in the landscape, it can go away in the presence in the community. Motorola has several sites in existing neighborhoods and downtown area that are very well established, wonderful areas, and have helped keep those neighborhoods established and help keep them solid as they have grown in their age. So you look at how you can blend a community with other elements.

So when they look at this site, they look to old Arizona in reference about how they could make this element of their community fit in with what would be going next door, residential uses that would be to the south, and how it would be an asset to the things around it. They talked about that in their Community Plan, they had the foresight to say in Arizona we deal with architecture as both landscape and architecture. We deal with them together because we have a rich diversity of them and because we have planting palettes that you can't just plant 400' tall oak trees and make everything disappear, they work together. When they talked with First Solar about what a building would look like in this location, there were lots of variations about how that could be handled. They were asked if it would be OK if it were quiet and setting. First Solar came up with the idea of proposing vertical expressions, which they loved, because their community plan says it will express vertically, as they want this to be a core area, and a center of regional importance within Mesa. That verticality seemed to be a common element in core areas around the Valley in urbanizing areas. When they got to the building itself then allowing landscaping to combine with the building helped emphasize some of these key elements. So they have what is called old Arizona entry. He stated growing up here he knew what this was and most people have grown accustomed to it. When you drive up to the Arizona Biltmore it's not so much the canopy coming out that tells you, you have arrived at the front entry, but the palms along the drive and the landscape that is more lush in that area and it seems like a welcoming experience. This sets up the exact same sort of requirements. To make sure that they have tall Arizona trees for the view from the Gaylord Resort. Providing changes in roof line would not do the same thing, and they were afraid it would draw attention to something they wanted to disappear. They had an opportunity since they knew this would not be a retail use that would want to draw attention to itself, which they did not know in the beginning, they could design a development unit plan that allowed for that type of setting, that type of quality and that collaboration between these two uses. Especially for a secured campus for that portion of the site.

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Boardmember Vince DiBella stated he had similar thoughts as the Chair, but his take away from it was because of the nature and character of the project it required the Board to change and look at it differently. He thought that was inherent in the whole Community Plan to allow them to do that. This development plan for DU6 was what they were looking at and approving for this particular development. So he thought it was written around the First Solar project.

Boardmember Roberts asked for clarification, in no way in voting for this development unit plan are they changing the Community Plan, what they were doing was only looking at the design guidelines for this one area, so they still maintain consistency with the Community Plan but what they were doing was changing some things that Chairman Carter did not find consistent. He stated because he was not an architect the inconsistency was not as clear for him. He understood what Chair Carter was saying, at least he understood what they were voting on.

Chair Carter thought they needed to look at this and say there are inconsistencies. Now they were going to vote on this and he thought it would pass without a problem, and that meant that the development plan for DU6 north would supercede the Community Plan, just on 6 north.

Boardmember Johnson asked if 6 north was only the First Solar land, or if there would be excess land. Staffmember Wesley stated that the development unit plan was for 280 acres, the site plan they were looking at was for 140 acres. It was the north half of DU6 north. First Solar was purchasing the north half, and they had an option on the south half, for the future, if they need it. It could potentially go to something else, but whatever would go there would have to be consistent with this development unit plan. Boardmember Johnson confirmed that the remainder of DU6 would be called DU6 south. She asked how large DU6 south was. Mr. Wesley stated the total for DU6 was 528 acres, so it was about 240 acres. She confirmed that DU6 south would need to come back for another development unit plan. Mr. Wesley stated that the land use budget for DU6 north would still have some non-residential square footage that is left over. DU6 also had a requirement for at least 890 residential units up to over 3000. So there would be a large residential development, unless they do another transfer in the future. In the balance of DU6.

Mr. Carter confirmed that if First Solar never purchases the balance of DU6 north, whatever goes in there would be governed by the new development unit plan, which means all the buildings could be of the same type of use and look.

Boardmember Roberts asked if First Solar did not choose to buy the remainder of DU6 north, could DMB come back and ask for a development unit plan for DU6 middle, or something else. Mr. Wesley stated they could come back and ask for modifications to this development unit plan. Could they come back and split DU6 north? He hadn't thought about that.

Boardmember DiBella stated when you look at design character there are things that don't necessarily relate to what is front of the Board, but would allow these things to happen. He thought there was possibility in this as it is written.

Chair Carter thought First Solar could have done a better job on the design of the building, from a personal opinion. It did not have to be as severe as it was.

It was moved by Boardmember Chell Roberts, seconded by Boardmember Beth Coons

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That: The Board recommend to the City Council approval of zoning case Z11-11 with the conditions given to the Board at the study session:

1. Compliance with the basic development as described in the project narrative and Development Unit Plan submitted.
2. Approval of the Land Use Budget Transfer as part of zoning case Z11-10.
3. The Planning Director is authorized and directed to correct the Development Plan for grammatical, formatting, and other errors that do not affect or change the meaning of the DP's substantive requirements or standards.

Vote: Passed 7 – 0

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Item: **Z11-12** The 10400 to 10800 blocks of East Elliot Road (south side) and the 3600 to 4000 block of South Signal Butte Road (west side). Located at the southwest corner of Elliot Road and Signal Butte Road (140± acres). District 6. Site Plan Review. This request will allow for the development of a large campus style manufacturing facility within Development Unit 6 north of the Mesa Proving Grounds Community Plan. **(District 6)**

Comments: Staffmember Tom Ellsworth explained the site plan for the First Solar manufacturing plant. He stated the specific site plan shows a 1.3 million square foot manufacturing facility with the future phase for Fab 2 showing a mirrored image. The building itself was set back off of Elliot Road and Signal Butte Road. Off of Elliot by about 227' and off of Signal Butte by 391'. As they laid this out they did develop it in concert with the development unit plan and paid close attention to those development unit design guidelines, as just discussed. Mr. Barger described the different layers of landscaping. The intent of those development unit design guidelines was to allow these massive campus like structures that could happen within DU6, and are happening according to this site plan review, to become objects within that landscaping to set the backdrop so your eye is drawn to the landscaping. In other areas within town it is the buildings themselves that create those horizontal and vertical articulations in the shade and shadow that you see that creates the interest in the building. It is being proposed in DU6N that the landscaping itself creates the architectural interest. In this the landscape creates the architectural interest. So as you are viewing the site and the building itself, you are looking across it and the use of the vertical shade and the variation in the shade breaks up the building mass, and creates that visual break up as a back drop to the layers of old Arizona, tall Arizona and Arizona entry type landscape features.

Staff reviewed the site plan against the criteria the Community Plan designates for the Board to consider, and has outlined those within the staff analysis. In their analysis it meets the intent of the Community Plan and the development unit plan as described. They did have a few concerns that they noted and had met with the applicant since the writing of the report. Some of those concerns involved the SRP substation design and the landscaping in front of that. They had come to understandings with the applicant about how that design would be incorporated into this site plan. They talked about the maintenance of the hedge of Texas Ebony along Signal Butte Road and Elliot Road. They discussed fire access and the wall, those had been taken care of with the updates they received at the study session. One of their concerns and comments was how the landscaping was actually being utilized up against the building. Staff had included a new condition, number 8, that discussed the soft rounds and the straight lines that would create shades and shadows. Along the north elevation they do create a rhythm in the landscaping utilizing Sissoos trees and Mexican Fan Palms. Along the eastern elevation and southern elevation the Mexican Fan Palms disappeared, so they have soft rounds, but are missing the line to help break up the building. They had included a condition that they shall provide that same pattern of Mexican Fan Palms and Sissoos along the east elevations, and incorporate it along the first quarter of the south half so it wraps the building. Then it would be visible as you pass the site. The conditions of approval that they have outlined in the study session just prior to this meeting removed conditions 6 and 7 as they related to specific concerns that have been addressed by the applicant. Condition 9 was removed because it technically wasn't pertinent to the site plan, it was to the development unit plan. Staff was recommending approval with conditions.

Boardmember Roberts confirmed that the detail on the plant types in the public right-of-way was taken out of the development unit plan, so they were not addressed at this point in the site plan. He wanted to know how that would be handled in the future.

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Mr. Wesley stated that with the construction of the street improvements, standard City right-of-way plantings would go in, until they come back with the rest of DU6 and establish that right-of-way palette and have it installed.

Chair Carter asked the applicant if there was a particular reason why there was not an access drive along Elliot for the middle of this building and the future one instead of coming all the way around the corner to the middle of the four buildings. Mr. Wood stated it works the best for the site. He stated that in addition to what is seen there, there would be two office buildings. One would span between the two buildings.

Mr. Roberts stated that he lives in District 6, he works in District 6, he drives down this road every day he goes to work. He was a Board member when the Community Plan was passed so he went through this process and was very excited with the development of the Gateway area. He also had undeveloped land in his back yard so he understood the concern of the public in this. He did know what the zoning was in his backyard, and by the way, when he first bought his house he didn't know, and being on the Board he has come to understand the need to understand what zoning is and what the General Plan is, and what takes place. He has watched a number of very difficult cases as a Boardmember, where they have a balance where members of the community don't like what is going in and sometimes they are very difficult cases because there are pros and cons to everything that happens. He was guided, and he suggested the Board be guided, by the zoning regulations that we have. So this is not a case of rezoning and changing. What is being put in is allowed in the area. Now he wouldn't necessarily want some things going in his backyard, we all want schools in our backyards or parks, that is what we all want in our back yards, especially when you already have a house, but this is allowed by the Zoning Code. For opportunity, the Board is often requested, and the public wants something else to go in, but we are often governed by the opportunity and the market, not what we want. There is often a market for something, we have an opportunity. So as he watched this transpire he looked at what the applicant had tried to do to mitigate something that is allowed with an opportunity that currently exists. It seemed that a setback of 400', more than a football field, is quite a bit, it is a good attempt to take something that is allowed and try to mitigate the desires of the community. Importance of location, if he puts on his homeowners hat he was a little worried, but if he put on his City hat and living in the area, he wanted development. He didn't want First Solar to go away, it is very important for the City. This is very important. So homeowner, Boardmember. Traffic seemed to be somewhat mitigated by the plans that are going on. Being in the manufacturing area, that is what he does as a professor, he was not as concerned about the chemicals and he heard the response, because he understands modern manufacturing methodology, so he wanted to explain, because he lives in the area and he works in the area, and understands both sides of it. He was in favor of the proposal for a variety of reasons, but it is a difficult balance when there are different concerns.

Boardmember DiBella stated that somebody got it right in the process because this is how it is supposed to work in terms of having the flexibility to address major employment pieces. He didn't know where else in the City this could have happened in the short duration that it occurred and the flexibility allowed. Not to belittle the concerns of the neighbors, but in a lot of ways and a lot of respects, we have to think outside our immediate backyards in terms of what is the overall good of the City and the region. This is a global thing not just a Mesa thing. All the planning that went into this. He thought it worked, he thinks it's how it was designed and hopefully there will be more income as it revolves and relates to this.

A member of the audience wanted to know why they could not rebut the applicants rebuttal and

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staff presentation. Ms. Bronski stated that the public hearing portion of the meeting had already been closed. This is the time allocated for discussion by the Board.

Chair Carter stated that he hoped that in the future there would be better compliance with the Community Plan for future development units, that actually put forth the physical visible goals that are shown in the Community Plan. He was not speaking about the land use but the visual fabric of our community because that is just as important as the jobs that will be created. So he hoped that in the future there would be better, more visually interesting projects.

It was moved by Boardmember Beth Coons, seconded by Boardmember Vince DiBella

That: The Board recommend to the City Council approval of zoning case Z11-12 with the conditions presented at the study session:

1. Compliance with the basic development as described in the project narrative, site plan, and preliminary elevations submitted.
2. Compliance with all City development codes and regulations.
3. Approval of the Land Use Budget Transfer for the Mesa Proving Grounds Community Plan (Z11-10) and the approval of the Development Unit Plan for Development Unit 6 North (Z11-11).
4. The perimeter landscape pattern along the Signal Butte right of way shall continue along the property in front of the SRP substation and shall be installed at the time of construction of the substation.
5. The Texas Ebony along Signal Butte Road and Elliot Road shall be trimmed and maintained as a shrub in a manner that properly provides screening of the site.
6. The site layout for the areas designated for solar arrays within the retention basins shall be reviewed and approved by the Planning Director prior to the submittal for any permits for the construction of the arrays.
7. The wall design, landscaping, and access points to the SRP substation shall be reviewed and approved by the Planning Director prior to the construction of the substation.
8. Provide the same pattern of Mexican Fan Palms and Sissoo Trees on the east and south elevations as is shown on the north elevation of the landscape plans submitted. The palms along the south elevation will only be required to be installed to a distance one-quarter the length of the south elevation.

Vote: Passed 7 – 0

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Note: *Audiotapes of the Planning & Zoning Board Meetings are available in the Planning Division Office for review. They are also “live broadcasted” through the City of Mesa’s website at www.mesaaz.gov*

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Respectfully submitted,

John Wesley, Secretary
Planning Director

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